

F16000004862

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

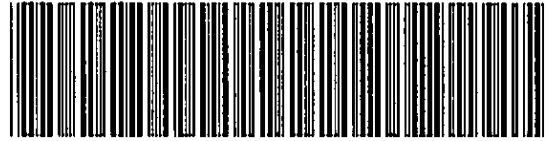
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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09/26/22--01035--001 **35.00

2022 SEP 26 PM 2:47

FILED



September 21, 2022

via UPS delivery

Florida Department of State
Amendment Section
Divisions of Corporation
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

2022 SEP 26 PM 2:47
FILED

**Re: Armour Risk Management Inc.
Foreign Corporation Name Change**

To Whom It May Concern:

Please consider the included Application for Amended Certificate of Authority regarding Armour Risk Management Inc. for your review and approval. On behalf of the above referenced agency, we are requesting to change the name of the entity. Please make note of the following:

Original Name: Armour Risk Management Inc.

New Name: A. G. Risk Management Inc.

Also included, please find:

1. Evidence of the name change with the PA SOS, the state of domicile
2. PA Certificate of Good Standing
3. Check for \$35 for the filing fee.

Thank you for your time and attention. Please contact me directly at 856-216-0220 or at Beth@westmontlaw.com should you have any questions or require any additional information.

Respectfully,

Bethany Hill

Beth Hill

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Armour Risk Management Inc.

Name of Corporation

DOCUMENT NUMBER: F16000004862

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bethany Hill

Name of Contact Person

Westmont Associates, Inc.

Firm/Company

1763 Marlton Pike East, Suite 200

Address

Cherry Hill NJ 08003

City/State and Zip Code

beth@westmontlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bethany Hill

at (856) 216 - 0220

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

2022 SEP 26 PM 2:47

FILED

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F16000004862

(Document number of corporation (if known))

1. Armour Risk Management Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Pennsylvania

(Incorporated under laws of)

3. October 26, 2016

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 7/7/2021

5. A.G. Risk Management Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: _____, Florida

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

2022 SEP 26 PM 2:47

ED

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
President	McGill, Charles	1880 JFK Blvd. Ste 801, Philadelphia, PA 191	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
Secretary	Weaver, Terri	880 JFK Blvd. Ste 801, Philadelphia, PA 191	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
Treasurer	Zimitski, John	880 JFK Blvd. Ste 801, Philadelphia, PA 191	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
Director	Dias, Mark	880 JFK Blvd. Ste 801, Philadelphia, PA 191	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
Director	Doran, Marcus	880 JFK Blvd. Ste 801, Philadelphia, PA 191	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove

*Please See Attached For Additional Items.

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

DecuSigned by:

Bryan Enos

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Bryan Enos

(Typed or printed name of person signing)

Vice President/Treasurer

(Title of person signing)

FILING FEE \$35.00

2022 SEP 26 PM 2:47

FILED

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

09/08/2022

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

A.G. Risk Management Inc.

I, Leigh M. Chapman, Acting Secretary of the Commonwealth of Pennsylvania, do hereby certify that the foregoing and annexed is a true and correct copy of

Amendment filed on Jul 7, 2021 - Pages (2)

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written

Leigh M. Chapman

Acting Secretary of the Commonwealth

Certification Number: TSC220908100492-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify>

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

*Attachments

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

Title/ Capacity Name Address Type of Action

X Add

Vice President & Treasurer

Bryan Enos

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

X Add

Secretary

Lynne Young

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

X Add

Assistant Vice President

Duane Butler

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

X Add

Chairman

Mike Ceppi

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

X Add

President

Paul Roach

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

X Add

Assistant Secretary

Ricardo A. Baez

1880 JFK Blvd, Ste 801, Philadelphia, PA 19103

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Entity# : 2969478
Date Filed : 07/07/2021
Pennsylvania Department of State

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

☒ Business Corporation (§ 1915)
☐ Nonprofit Corporation (§ 5915)

Name Eric Asquith		
Address 53 State Street, 8th floor.		
City Boston	State MA	Zip Code 02109

Document will be returned to the
name and address you enter to
the left.

Fee: \$70.00

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
Armour Risk Management Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

c/o: Corporation Service Company Dauphin

3. The statute by or under which it was incorporated: Chapter 13 Section 1306

4. The date of its incorporation: 10/25/2000

5. Check, and if appropriate, complete one of the following:

☒ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

☐ The amendment shall be effective on: _____ at _____
Date Hour

DSCB: 15-1915/5915-2

6. Check one of the following:

☐ The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

☒ The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

☐ The amendment adopted by the corporation, set forth in full, is as follows

☒ The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

☐ The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 07 day of July, 2021.

Armour Risk Management Inc.

Name of Corporation

Eric Asquith

Signature

Counsel

Title

**JOINT CONSENT OF THE BOARD MEMBERS OF
ARMOUR RISK MANAGEMENT INC.**

The undersigned, being the Board Members of Armour Risk Management Inc., a Pennsylvania Company, (the "Company"), in lieu of a meeting, hereby adopt the following resolutions with the same force and effect as if such resolutions are adopted at a meeting of the Board Members of the Company effective as of the date of signature below.

The Board Members hereby makes the following resolution:

RESOLVED: That the name Armour Risk Management Inc. shall be changed to A.G. Risk Management Inc.

RESOLVED: That this written consent shall be filed with the records of the Company, and any action set forth herein shall be treated for all purposes as an action duly taken at a meeting of the Board Members.

RESOLVED: That this Consent may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

[Signature pages to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

Dated: July 2, 2021



Michael F. Ceppi

Dated: _____, 2021

Paul M. Roach

Dated: _____, 2021

Alan H. Gray

Dated: _____, 2021

Colleen Garafalo

Dated: _____, 2021

Mark Dias

Dated: _____, 2021

John Zimitski

Dated: _____, 2021

Bryan Enos

[Signature Page to Consent of Board Members of Armour Risk.]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

Dated: _____, 2021

Dated: July 2, 2021

Dated: _____, 2021

Dated: _____, 2021

Dated: _____, 2021

Dated: July 2, 2021

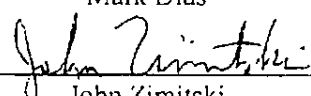
Dated: _____, 2021

Michael F. Ceppi


Paul M. Roach

Alan H. Gray

Colleen Garafalo

Mark Dias


John Zimitski

Bryan Enos

(Signature Page to Consent of Board Members of Armour Risk.)

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

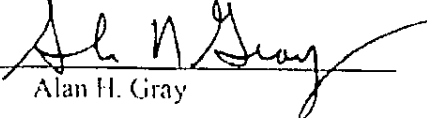
Dated: _____, 2021

Michael F. Ceppi

Dated: _____, 2021

Paul M. Roach

Dated: July 2, 2021



Alan H. Gray

Dated: _____, 2021

Colleen Garafalo

Dated: _____, 2021

Mark Dias

Dated: _____, 2021

John Zimitski

Dated: _____, 2021

Bryan Enos

[Signature Page to Consent of Board Members of Armour Risk.]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

Dated: _____, 2021

Michael F. Ceppi

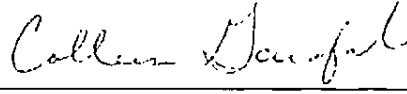
Dated: _____, 2021

Paul M. Roach

Dated: _____, 2021

Alan H. Gray

Dated: July 2, 2021



Colleen Garafalo

Dated: _____, 2021

Mark Dias

Dated: _____, 2021

John Zimitski

Dated: _____, 2021

Bryan Enos

[Signature Page to Consent of Board Members of Armour Risk]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

Dated: _____, 2021

Michael F. Ceppi

Dated: _____, 2021

Paul M. Roach

Dated: _____, 2021

Alan H. Gray

Dated: _____, 2021

Colleen Garafalo

Dated: July 2, 2021

Mark Dias

Mark Dias

Dated: _____, 2021

John Zimitski

Dated: _____, 2021

Bryan Enos

(Signature Page to Consent of Board Members of Armour Risk)

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent as of the date first set forth above

Board Members

Dated: _____, 2021

Michael F. Ceppi

Dated: _____, 2021

Paul M. Roach

Dated: _____, 2021

Alan H. Gray

Dated: _____, 2021

Colleen Garafalo

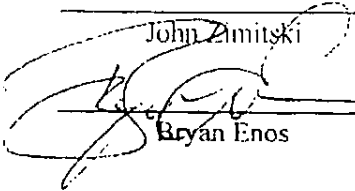
Dated: _____, 2021

Mark Dias

Dated: _____, 2021

John Zimitski

Dated: July 2, 2021



Bryan Enos

[Signature Page to Consent of Board Members of Armour Risk.]

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

09/08/2022

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

A.G. Risk Management Inc.

is duly registered as a Pennsylvania Business Corporation under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT this Subsistence Certificate shall not imply that all fees, taxes and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set
my hand and caused the Seal of the Secretary's
Office to be affixed, the day and year above written

Leigh M. Chapman

Acting Secretary of the Commonwealth

Certification Number: TSC220908100494-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify>